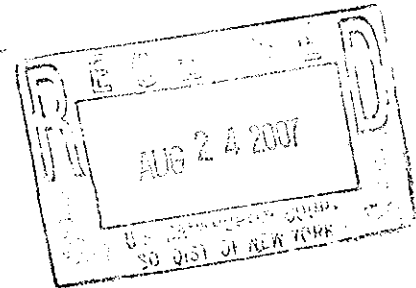


**Hearing Date and Time: October 25, 2007, 10:00 a.m.**  
**Objection Deadline: October 18 2007 4:00 p.m**

DLA PIPER US LLP  
550 South Hope Street, Suite 2300  
Los Angeles, CA 90071  
T: (213) 330-7850  
Karol K. Denniston (SBN 141667)  
Jennifer L. Nassiri (SBN 206936)

Corporate, Employment and Intellectual Property  
Counsel for Debtor MobileAria, Inc.

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK



----- x  
In re ::  
: Chapter 11  
DELPHI CORPORATION, et al., :  
: Case No. 05-44481 (RDD)  
Debtors. :  
: (Jointly Administered)  
----- x

DLA PIPER US LLP, CORPORATE, EMPLOYMENT, AND INTELLECTUAL PROPERTY  
COUNSEL FOR DEBTOR MOBILEARIA, INC.'S FOURTH INTERIM APPLICATION FOR  
ALLOWANCE AND PAYMENT OF COMPENSATION AND REIMBURSEMENT OF  
EXPENSES FOR THE FIFTH INTERIM PERIOD FROM MARCH 1, 2007  
THROUGH MAY 31, 2007 UNDER 11 U.S.C. §§ 330 AND 331

SUMMARY OF APPLICATION

Applicant's role in this case: Corporate, Employment, and Intellectual Property  
Counsel for Debtor MobileAria, Inc.

Current Application:

Time Period:	3/1/07 through 5/31/07 (the "Application Period")
Fees Requested:	\$3,804.00
Expenses Requested:	<u>\$ 13.17</u>
Total Interim Request:	\$3,817.17
Monthly Fee Statements:	DLA Piper has not been paid any of its requested fees and expenses

DLA Piper US LLP ("DLA Piper"), corporate, employment, and intellectual property counsel to MobileAria, Inc. ("MobileAria"), an affiliate of Delphi Corporation ("Delphi") and a debtor and debtor-in-possession in the above-captioned cases (collectively with Delphi and certain of its U.S. subsidiaries and affiliates, the "Debtors") submits this Fourth Interim Application (the "Application"), pursuant to sections 330 and 331 of the Bankruptcy Code, Rule 2016 of the Federal Rules of Bankruptcy Procedure, Local Bankruptcy Rule 2016-1, General Rule M-104 Re: Guidelines for Fees and Disbursements for Professionals in Southern District of New York Cases General Rule M-151 Re: Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Cases (the "Local Guidelines") and the Order Under 11 U.S.C. § 331 Establishing Procedures for Interim Compensation and Reimbursement of Professionals, entered on November 4, 2005, as supplemented (the "Interim Compensation Order"), for allowance and payment of interim compensation for professional services rendered to MobileAria and for reimbursement of expenses incurred in connection with such services for the fifth interim period from March 1, 2007 through May 31, 2007 (the "Application Period").<sup>1</sup>

In support of this Application, DLA Piper respectfully represents as follows:

#### JURISDICTION

1. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This matter is a core proceeding under 28 U.S.C. § 157(b)(2).

2. The statutory predicates for the relief requested herein are sections 330 and 331 of the Bankruptcy Code and Rule 2016 of the Federal Rules of Bankruptcy Procedure. Pursuant to the Local Guidelines, a certification of compliance is attached hereto as Exhibit "A."

---

<sup>1</sup> DLA Piper inadvertently included time for February 2007 in its January 2007 invoice which was included in its Third Interim Application. DLA Piper was paid \$758.04 for the January 2007 fees and expenses which included one entry for February 2007. DLA Piper is not requesting allowance of any fees or expenses for February 2007 in the current Application.

### BACKGROUND

3. On October 8 and 14, 2005, Delphi and certain of its U.S. subsidiaries and affiliates filed voluntary petitions in this Court for reorganization on relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. § 101-1330, as amended (the "Bankruptcy Code"). The Debtors continue to operate their businesses and manage their properties as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. This Court entered orders directing the joint administration of the Debtors' chapter 11 cases. Substantially all of the assets of MobileAria have been sold.

4. No trustee or examiner has been appointed in the Debtors' cases. On October 17, 2005, the Office of the United States Trustee (the "U.S. Trustee") appointed an official committee of unsecured creditors (the "Creditors' Committee"). On April 28, 2006, the U.S. Trustee appointed an official committee of equity holders (the "Equity Committee").

5. On November 16, 2006, the Court entered an Order Under 11 U.S.C. § 327(e) and 1107(b) and Fed. R. Bankr. P. 2014 Authorizing Employment of DLA Piper as Corporate, Employment, and Intellectual Property Counsel to Debtor MobileAria, Inc. Nunc Pro Tunc to May 1, 2006 (the "Retention Order"). A copy of the Retention Order is attached hereto as Exhibit "B."

### REQUEST FOR INTERIM COMPENSATION

6. By this Application, DLA Piper seeks an allowance of interim compensation and full payment, without any hold-back of fees, for professional services rendered during the Application Period in the amount of \$3,804.00. DLA Piper also requests reimbursement for actual and necessary expenses incurred by DLA Piper on MobileAria's behalf during the Application Period in the amount of \$13.17.

7. The Debtors have not yet paid DLA Piper for any of its fees and costs for March 1, 2007 through May 31, 2007, leaving unpaid for this period total fees of \$3,804.00 and

total expenses of \$13.17 (though DLA Piper expects that 80% of its fees and 100% of its costs for this period will have been paid prior to the October 25, 2007 hearing on this Application).

8. During the Application Period, DLA Piper's attorneys and paraprofessionals expended a total of 7.1 hours in the performance of necessary and critical services on behalf of MobileAria.

9. A schedule setting forth the total number of hours expended by each professional during the Application Period and his/her respective hourly billing rate is attached hereto as Exhibit "C."

10. Schedules setting forth the number of hours expended by partners, associates and paraprofessionals of DLA Piper in respect to discrete categories of services rendered to MobileAria, and their respective hourly billing rates, are attached hereto as Exhibit "C" and "D." While every effort has been made to categorize charges into discrete matters, many charges overlap and appropriately may be categorized into multiple matters.

11. A schedule specifying the nature and amount of expenses for which DLA Piper is seeking reimbursement is attached hereto as Exhibit "E."

12. DLA Piper is charging for its services in accordance with its hourly rates in effect on the dates the services were rendered and pursuant to the terms set forth in the Retention Application, as approved by the Retention Order.

13. There is no agreement or understanding between DLA Piper and any other person or entity for the sharing of compensation in connection with these Chapter 11 cases.

14. All fees and expenses incurred during the Application Period are detailed in the exhibits to this Application.

15. Due to the immediacy and complexity of legal representation for MobileAria relative to certain matters, it was necessary at times to use more than one attorney to handle difficult and complex tasks. In those instances where time has been charged by more than one attorney, it was necessary to adequately represent MobileAria and to further the proper

administration of its case. Therefore, the fees relating to these tasks were justified under the circumstances. Nonetheless, DLA Piper has avoided duplication of tasks wherever possible.

16. Due to its familiarity with MobileAria's business operations and personnel, DLA Piper was able to efficiently provide services to MobileAria. The legal issues presented required a high level of skill and expertise from professionals with knowledge of corporate law, employment law, and intellectual property law. The fees sought by DLA Piper are commensurate with fees awarded to DLA Piper in other cases and the fees charged by comparable law firms. DLA Piper has assigned the work performed in this case to attorneys having the experience and specialization to perform the services required efficiently and properly. The professionals providing the services for which compensation is sought pursuant to this Application are most familiar with MobileAria's legal issues and operations.

#### NARRATIVE SUMMARY OF SERVICES RENDERED

17. DLA Piper's services rendered to MobileAria have been primarily rendered by its corporate law professionals, Christie Branson, among others, and its insolvency professionals, Amy Wallace Potter and William H. Coleman, among others. As the detailed billing statements reflect (attached hereto as Exhibit "F"), each professional performed discrete services in this matter and they have been jointly involved in matters only where appropriate and essential to the progress of this case. The names and hourly rates of all professionals and paraprofessionals of DLA Piper who have billed time during the relevant time period are set forth in Exhibit "C."

18. DLA Piper submits that the services it has rendered on behalf of MobileAria were actual, necessary and appropriate. Further, DLA Piper believes that its services have directly contributed to the effective administration of these proceedings and the sale of MobileAria's assets for \$11.7 million.

19. The following is a general description of the primary services that DLA Piper rendered to MobileAria during the Application Period according to project billing category

(as reflected by the billing summary and supporting detail attached hereto as Exhibits "C," "D" and "F"). The following is not an inclusive list but highlights DLA Piper's efforts and services.

20. MobileAria provided fleet management, efficiency and security services for mobile transportation systems, using patented hardware and software that tracks vehicles by satellite. Since 2000, DLA Piper (via its predecessor Gray Cary Ware & Freidenrich) provided general business, employment and corporate advice, as well as advice related to MobileAria's interest in domestic and international patents and other intellectual property interests. After its bankruptcy filing, MobileAria, with DLA Piper's assistance, began to search for and market its assets to potential purchasers of substantially all of MobileAria's assets.

21. During previous fee application periods, DLA Piper assisted with consummation of the \$11.7 million asset sale. The asset sale closed on July 31, 2006. During the Application Period, DLA Piper continued to assist with and advise on post-closing issues to complete the transition of MobileAria's business, including but not limited to advice on corporate governance matters, indemnification obligations related to MobileAria's asset sale and inquiries from MobileAria's other stockholders. In addition, time was spent during this Application Period preparing DLA Piper's Third Interim Fee Application.

22. DLA Piper submits that all of the services rendered and costs expended during the Application Period were (i) actual, appropriate and necessary under the circumstances and benefited MobileAria and its bankruptcy estate, and (ii) allowed MobileAria to be adequately represented and promoted the effective administration of its estate. DLA Piper further submits the requested compensation and reimbursement of expenses incurred for such services are reasonable.

23. DLA Piper expects to continue rendering services to MobileAria for the duration of these proceedings, though those services will be limited now that substantially all of MobileAria's assets have been sold.

24. No prior application has been made to this or any court for the relief requested in the Application. DLA Piper submitted first, second and third interim fee

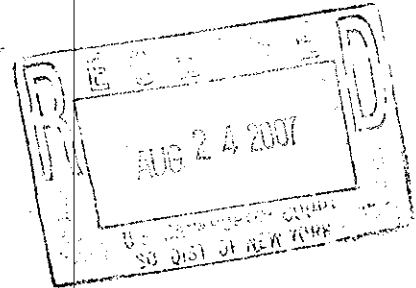
**Hearing Date and Time: October 25, 2007, 10:00 a.m.**  
**Objection Deadline: October 18 2007 4:00 p.m**

DLA PIPER US LLP  
550 South Hope Street, Suite 2300  
Los Angeles, CA 90071  
T: (213) 330-7850  
Karol K. Denniston (SBN 141667)  
Jennifer L. Nassiri (SBN 206936)

Corporate, Employment and Intellectual Property  
Counsel for Debtor MobileAria, Inc.

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

----- x  
In re ::  
: Chapter 11  
DELPHI CORPORATION, et al., :  
: Case No. 05-44481 (RDD)  
Debtors. :  
: (Jointly Administered)  
----- x



DLA PIPER US LLP, CORPORATE, EMPLOYMENT, AND INTELLECTUAL PROPERTY  
COUNSEL FOR DEBTOR MOBILEARIA, INC.'S FOURTH INTERIM APPLICATION FOR  
ALLOWANCE AND PAYMENT OF COMPENSATION AND REIMBURSEMENT OF  
EXPENSES FOR THE FIFTH INTERIM PERIOD FROM MARCH 1, 2007  
THROUGH MAY 31, 2007 UNDER 11 U.S.C. §§ 330 AND 331

SUMMARY OF APPLICATION

Applicant's role in this case: Corporate, Employment, and Intellectual Property  
Counsel for Debtor MobileAria, Inc.

Current Application:

Time Period:	3/1/07 through 5/31/07 (the "Application Period")
Fees Requested:	\$3,804.00
Expenses Requested:	<u>\$ 13.17</u>
Total Interim Request:	\$3,817.17
Monthly Fee Statements:	DLA Piper has not been paid any of its requested fees and expenses

DLA Piper US LLP ("DLA Piper"), corporate, employment, and intellectual property counsel to MobileAria, Inc. ("MobileAria"), an affiliate of Delphi Corporation ("Delphi") and a debtor and debtor-in-possession in the above-captioned cases (collectively with Delphi and certain of its U.S. subsidiaries and affiliates, the "Debtors") submits this Fourth Interim Application (the "Application"), pursuant to sections 330 and 331 of the Bankruptcy Code, Rule 2016 of the Federal Rules of Bankruptcy Procedure, Local Bankruptcy Rule 2016-1, General Rule M-104 Re: Guidelines for Fees and Disbursements for Professionals in Southern District of New York Cases General Rule M-151 Re: Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Cases (the "Local Guidelines") and the Order Under 11 U.S.C. § 331 Establishing Procedures for Interim Compensation and Reimbursement of Professionals, entered on November 4, 2005, as supplemented (the "Interim Compensation Order"), for allowance and payment of interim compensation for professional services rendered to MobileAria and for reimbursement of expenses incurred in connection with such services for the fifth interim period from March 1, 2007 through May 31, 2007 (the "Application Period").<sup>1</sup>

In support of this Application, DLA Piper respectfully represents as follows:

#### JURISDICTION

1. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This matter is a core proceeding under 28 U.S.C. § 157(b)(2).

2. The statutory predicates for the relief requested herein are sections 330 and 331 of the Bankruptcy Code and Rule 2016 of the Federal Rules of Bankruptcy Procedure. Pursuant to the Local Guidelines, a certification of compliance is attached hereto as Exhibit "A."

---

<sup>1</sup> DLA Piper inadvertently included time for February 2007 in its January 2007 invoice which was included in its Third Interim Application. DLA Piper was paid \$758.04 for the January 2007 fees and expenses which included one entry for February 2007. DLA Piper is not requesting allowance of any fees or expenses for February 2007 in the current Application.



### BACKGROUND

3. On October 8 and 14, 2005, Delphi and certain of its U.S. subsidiaries and affiliates filed voluntary petitions in this Court for reorganization on relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. § 101-1330, as amended (the "Bankruptcy Code"). The Debtors continue to operate their businesses and manage their properties as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. This Court entered orders directing the joint administration of the Debtors' chapter 11 cases. Substantially all of the assets of MobileAria have been sold.

4. No trustee or examiner has been appointed in the Debtors' cases. On October 17, 2005, the Office of the United States Trustee (the "U.S. Trustee") appointed an official committee of unsecured creditors (the "Creditors' Committee"). On April 28, 2006, the U.S. Trustee appointed an official committee of equity holders (the "Equity Committee").

5. On November 16, 2006, the Court entered an Order Under 11 U.S.C. § 327(e) and 1107(b) and Fed. R. Bankr. P. 2014 Authorizing Employment of DLA Piper as Corporate, Employment, and Intellectual Property Counsel to Debtor MobileAria, Inc. Nunc Pro Tunc to May 1, 2006 (the "Retention Order"). A copy of the Retention Order is attached hereto as Exhibit "B."

### REQUEST FOR INTERIM COMPENSATION

6. By this Application, DLA Piper seeks an allowance of interim compensation and full payment, without any hold-back of fees, for professional services rendered during the Application Period in the amount of \$3,804.00. DLA Piper also requests reimbursement for actual and necessary expenses incurred by DLA Piper on MobileAria's behalf during the Application Period in the amount of \$13.17.

7. The Debtors have not yet paid DLA Piper for any of its fees and costs for March 1, 2007 through May 31, 2007, leaving unpaid for this period total fees of \$3,804.00 and

total expenses of \$13.17 (though DLA Piper expects that 80% of its fees and 100% of its costs for this period will have been paid prior to the October 25, 2007 hearing on this Application).

8. During the Application Period, DLA Piper's attorneys and paraprofessionals expended a total of 7.1 hours in the performance of necessary and critical services on behalf of MobileAria.

9. A schedule setting forth the total number of hours expended by each professional during the Application Period and his/her respective hourly billing rate is attached hereto as Exhibit "C."

10. Schedules setting forth the number of hours expended by partners, associates and paraprofessionals of DLA Piper in respect to discrete categories of services rendered to MobileAria, and their respective hourly billing rates, are attached hereto as Exhibit "C" and "D." While every effort has been made to categorize charges into discrete matters, many charges overlap and appropriately may be categorized into multiple matters.

11. A schedule specifying the nature and amount of expenses for which DLA Piper is seeking reimbursement is attached hereto as Exhibit "E."

12. DLA Piper is charging for its services in accordance with its hourly rates in effect on the dates the services were rendered and pursuant to the terms set forth in the Retention Application, as approved by the Retention Order.

13. There is no agreement or understanding between DLA Piper and any other person or entity for the sharing of compensation in connection with these Chapter 11 cases.

14. All fees and expenses incurred during the Application Period are detailed in the exhibits to this Application.

15. Due to the immediacy and complexity of legal representation for MobileAria relative to certain matters, it was necessary at times to use more than one attorney to handle difficult and complex tasks. In those instances where time has been charged by more than one attorney, it was necessary to adequately represent MobileAria and to further the proper

administration of its case. Therefore, the fees relating to these tasks were justified under the circumstances. Nonetheless, DLA Piper has avoided duplication of tasks wherever possible.

16. Due to its familiarity with MobileAria's business operations and personnel, DLA Piper was able to efficiently provide services to MobileAria. The legal issues presented required a high level of skill and expertise from professionals with knowledge of corporate law, employment law, and intellectual property law. The fees sought by DLA Piper are commensurate with fees awarded to DLA Piper in other cases and the fees charged by comparable law firms. DLA Piper has assigned the work performed in this case to attorneys having the experience and specialization to perform the services required efficiently and properly. The professionals providing the services for which compensation is sought pursuant to this Application are most familiar with MobileAria's legal issues and operations.

NARRATIVE SUMMARY OF SERVICES RENDERED

17. DLA Piper's services rendered to MobileAria have been primarily rendered by its corporate law professionals, Christie Branson, among others, and its insolvency professionals, Amy Wallace Potter and William H. Coleman, among others. As the detailed billing statements reflect (attached hereto as Exhibit "F"), each professional performed discrete services in this matter and they have been jointly involved in matters only where appropriate and essential to the progress of this case. The names and hourly rates of all professionals and paraprofessionals of DLA Piper who have billed time during the relevant time period are set forth in Exhibit "C."

18. DLA Piper submits that the services it has rendered on behalf of MobileAria were actual, necessary and appropriate. Further, DLA Piper believes that its services have directly contributed to the effective administration of these proceedings and the sale of MobileAria's assets for \$11.7 million.

19. The following is a general description of the primary services that DLA Piper rendered to MobileAria during the Application Period according to project billing category

(as reflected by the billing summary and supporting detail attached hereto as Exhibits "C," "D" and "F"). The following is not an inclusive list but highlights DLA Piper's efforts and services.

20. MobileAria provided fleet management, efficiency and security services for mobile transportation systems, using patented hardware and software that tracks vehicles by satellite. Since 2000, DLA Piper (via its predecessor Gray Cary Ware & Freidenrich) provided general business, employment and corporate advice, as well as advice related to MobileAria's interest in domestic and international patents and other intellectual property interests. After its bankruptcy filing, MobileAria, with DLA Piper's assistance, began to search for and market its assets to potential purchasers of substantially all of MobileAria's assets.

21. During previous fee application periods, DLA Piper assisted with consummation of the \$11.7 million asset sale. The asset sale closed on July 31, 2006. During the Application Period, DLA Piper continued to assist with and advise on post-closing issues to complete the transition of MobileAria's business, including but not limited to advice on corporate governance matters, indemnification obligations related to MobileAria's asset sale and inquiries from MobileAria's other stockholders. In addition, time was spent during this Application Period preparing DLA Piper's Third Interim Fee Application.

22. DLA Piper submits that all of the services rendered and costs expended during the Application Period were (i) actual, appropriate and necessary under the circumstances and benefited MobileAria and its bankruptcy estate, and (ii) allowed MobileAria to be adequately represented and promoted the effective administration of its estate. DLA Piper further submits the requested compensation and reimbursement of expenses incurred for such services are reasonable.

23. DLA Piper expects to continue rendering services to MobileAria for the duration of these proceedings, though those services will be limited now that substantially all of MobileAria's assets have been sold.

24. No prior application has been made to this or any court for the relief requested in the Application. DLA Piper submitted first, second and third interim fee

applications prior hereto, but those applications do not request payment for any of the fees or expenses contained herein.

NOTICE

25. Notice of this Application has been served according to the terms of the Interim Compensation Order. The Application with all Exhibits was served via overnight mail upon (i) the Debtors' General Counsel; (ii) the Debtors' primary bankruptcy counsel; (iii) counsel for the Creditors' Committee; (iv) counsel for the agent for the prepetition credit facility; (v) counsel for the agent for the postpetition credit facility; (vi) the U.S. Trustee; (vii) counsel for the Equity Committee, (viii) counsel for GE Plastics America and (ix) Legal Cost Control, Inc.. DLA Piper represents that no further notice is necessary.

WHEREFORE, DLA Piper, as corporate, employment and intellectual property counsel for MobileAria, respectfully requests that the Court enter an Order:

- (1) granting this Fourth Interim Application for Compensation and Reimbursement of Expenses;
- (2) awarding DLA Piper an allowed administrative claim for professional services rendered during the Application Period in the amount of \$3,804.00, without any hold-back;
- (3) granting DLA Piper's request for reimbursement for actual and necessary disbursements made on MobileAria's behalf during the Application Period in the amount of \$13.17, without any hold-back;
- (4) authorizing the immediate payment of such sums referenced in the preceding paragraphs to the extent permitted by law; and,

(5) granting such other and further relief as the Court may deem just.

Dated: Los Angeles, California  
August 22, 2007

DLA PIPER US LLP

By: 

Karol K. Denniston (SBN 141667)  
Jennifer L. Nassiri (SBN 206936)  
550 South Hope Street, Suite 2300  
Los Angeles, CA 90071  
(213) 330-7850

Corporate, Employment and Intellectual  
Property Counsel for Debtor MobileAria, Inc.



DLA PIPER US LLP  
550 South Hope Street, Suite 2300  
Los Angeles, CA 90071  
T: (213) 330-7850  
Karol K. Denniston (SBN 141667)  
Jennifer L. Nassiri (SBN 206936)

Corporate, Employment and Intellectual Property  
Counsel for Debtor MobileAria, Inc.

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----	x	
	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

CERTIFICATION

Jennifer L. Nassiri, on behalf of DLA Piper US LLP ("DLA Piper"), corporate, employment, and intellectual property counsel to MobileAria, Inc. ("MobileAria"), an affiliate of Delphi Corporation ("Delphi") and a debtor and debtor-in-possession in the above-captioned cases (collectively with Delphi and certain of its U.S. subsidiaries and affiliates, the "Debtors") hereby certifies, pursuant to General Rule M-104 Re: Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases and M-151 Re: Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Cases (the "Local Guidelines") that:

1. I am the professional designated by DLA Piper with the responsibility in MobileAria's case for compliance with the Local Guidelines.



2. I have read DLA Piper's fourth interim application for compensation for service rendered to, and for reimbursement of expenses incurred on behalf of, MobileAria for the fourth interim period March 1, 2007 through May 31, 2007 (the "Application").<sup>1</sup>

3. To the best of my knowledge, information and belief formed after reasonable inquiry, the Application complies with the Local Guidelines.

4. To the best of my knowledge, information and belief formed after reasonable inquiry, the fees and disbursements sought in the Application fall within the Local Guidelines.

5. The fees and disbursements sought in the Application are billed at rates and in accordance with practices customarily employed by DLA Piper and customarily accepted by DLA Piper's clients.

6. Copies of the Application have been served upon the parties designated in the November 4, 2005 Order of the Court establishing procedures for interim compensation and reimbursement of expenses (the "Interim Fee Order"). DLA Piper has provided copies of the invoices to the Debtors' counsel and has sought payment of 80% of its fees and 100% of its costs pursuant to the Interim Fee Order.

7. To the best of my knowledge, information and belief, and with respect to any reimbursable services and disbursements for which reimbursement is sought, DLA Piper does not make a profit on such services or reimbursements.

8. All monthly statements of fees and disbursements submitted by DLA Piper pursuant to the Interim Fee Order (i) contained a list of professionals and paraprofessionals providing services, their respective billing rates, the aggregate hours spent by each professional and paraprofessional, a description of the services rendered and the breakdown of the

---

<sup>1</sup> DLA Piper inadvertently included time for February 2007 in its January 2007 invoice which was included in its Third Interim Application. DLA Piper was paid \$758.04 for the January 2007 fees and expenses which included one entry for February 2007. DLA Piper is not requesting allowance of any fees or expenses for February 2007 in the current Application.

disbursements incurred and otherwise complied in all respects with the Interim Fee Order, and  
(ii) were provided to Notice Parties in accordance with the Interim Fee Order.

9. The Application is being served upon all Notice Parties, in accordance  
with the Interim Fee Order.

Dated: Los Angeles, California  
August 22, 2007

DLA PIPER US LLP

By: 

Carol K. Denniston (SBN 141667)  
Jennifer L. Nassiri (SBN 206936)  
550 South Hope Street, Suite 2300  
Los Angeles, CA 90071  
(213) 330-7850

Corporate, Employment and Intellectual  
Property Counsel for Debtor MobileAria, Inc.



UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----	x	
	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

ORDER UNDER 11 U.S.C. §§ 327(e) AND 1107(b) AND FED R. BANKR. P. 2014  
AUTHORIZING EMPLOYMENT AND RETENTION OF  
DLA PIPER LLP AS CORPORATE, EMPLOYMENT, AND INTELLECTUAL PROPERTY  
COUNSEL TO DEBTOR MOBILEARIA, INC. NUNC PRO TUNC TO MAY 1, 2006

("DLA PIPER RETENTION ORDER")

Upon the application, dated October 30, 2006 (the "Application"), of MobileAria, Inc. ("MobileAria"), an affiliate of Delphi Corporation and a debtor and debtor-in-possession in the above-captioned cases, for an order (the "Order") under 11 U.S.C. §§ 327(e) and 1107(b) and Fed. R. Bankr. P. 2014 authorizing the employment and retention of DLA Piper LLP as corporate, employment, and intellectual property counsel to MobileAria nunc pro tunc to May 1, 2006; and upon this Court having determined that the relief requested in the Application is in the best interests of MobileAria, its estates, its creditors, and other parties-in-interest; and it appearing that proper and adequate notice of the Application has been given and that no other or further notice is necessary; and after due deliberation thereon; and good and sufficient cause appearing therefor, it is hereby

ORDERED, ADJUDGED, AND DECREED THAT:

1. The Application is GRANTED.
2. Pursuant to the Application, MobileAria's employment of DLA Piper as its corporate, employment, and intellectual property counsel is hereby approved in accordance with

11 U.S.C. §§ 327(e) and 1107(b) and Fed. R. Bankr. P. 2014, with approval of such employment being effective as of May 1, 2006.

3. DLA Piper shall be compensated in accordance with the standards and procedures set forth in sections 330 and 331 of the United States Bankruptcy Code and all applicable Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York, the guidelines established by the Office of the United States Trustee, and further orders of this Court.

4. This Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

5. The requirement under Local Rule 9013-1(b) for the service and filing of a separate memorandum of law is deemed satisfied by the Application.

Dated: New York, New York  
November 16, 2006

/s/Robert D. Drain  
UNITED STATES BANKRUPTCY JUDGE



EXHIBIT C

Summary of Hours Billed by Attorneys and Paraprofessionals  
for the Period February 1, 2007 through May 31, 2007

Name	Position	Year	Rate	Hours	Total
Amy W. Potter	Associate	1998	\$540	6.7	\$3,618.00
Christie Branson	Associate	2001	\$465	.4	\$186.00
Total				7.1	\$3,804.00





EXHIBIT D

Summary of Hours Billed by Attorneys and Paraprofessionals  
for the Period February 1, 2007 through May 31, 2007

Matter	Hours	Amount
Employment	6.7	\$3,618.00
Corporate	.4	\$186.00
Total		\$3,804.00



EXHIBIT E

Summary of Disbursements  
for the Period February 1, 2007 through May 31, 2007

Disbursement	Amount
Duplicating	\$0.75
Courier	\$12.42
Total	\$13.17



**DLA Piper US LLP**  
2000 University Avenue  
East Palo Alto, CA 94303-2248  
T 650-833-2000  
F 650-833-2001  
W www.dlapiper.com

**PRIVILEGED AND CONFIDENTIAL**

Ronald E. Jobe  
Delphi Electronics and Safety  
One Corporation Center  
M/S: CT-12A  
P.O. Box 9005  
Kokomo IN 46904-9005

August 3, 2007

J. Koshland  
Client # 35116501  
Joint ID # 14251-35116501  
Invoice # 2028135

---

*For Professional Services Through March 31, 2007:*

*Client: MobileAria, Inc.*

Current Fees	\$ 3,102.00
Current Disbursements	\$ <u>13.17</u>
Current Fees and Disbursements	\$ <u>3,115.17</u>
 Prior Outstanding Balance	 \$ 63,193.40
Total Account Balance	\$ <u>66,308.57</u>

---

Please send remittance to: DLA Piper US LLP  
P.O. Box 64029  
Baltimore, Maryland 21264-4029

Or wire remittance to: M&T Bank  
25 South Charles Street, 18th Floor  
Baltimore, MD 21201  
Account Name:  
DLA Piper US LLP Operating Account  
Account #: 074-8148-5  
ABA Transit #: 022000046  
Swift Code: MANTUS33INT

*To ensure proper credit, please indicate the  
invoice number you are paying on the wire*

Law Firm Tax Identification Number: 52-0616490

MobileAria, Inc.  
Invoice # 2028135

Page: 2  
August 3, 2007

<u>Matter #</u>	<u>Matter Name</u>	<u>Current Fees</u>	<u>Current Disb.</u>	<u>Total</u>
001001	Post Bankruptcy General Corporate	3,102.00	13.17	3,115.17
<b>Total Current Charges</b>		<b>\$3,102.00</b>	<b>\$13.17</b>	<b>\$3,115.17</b>

J. Koshland  
Page: 3

MobileAria, Inc.

August 3, 2007

Matter # 351165-001001  
Invoice # 2028135

---

**Matter: *Post Bankruptcy General Corporate  
(Electronic Billing)***

**Fees:**

<u>Date</u>	<u>Description</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>
03/05/07	Attention to inquiries from Palm regarding sale of assets.	Branson, Christie L.	0.10	46.50
03/19/07	Attention to general inquiries from Ms. Pogue on Delphi investments.	Branson, Christie L.	0.30	139.50
03/28/07	Review invoices and begin preparing third fee application.	Wallace Potter, Amy	1.00	540.00
03/29/07	Prepare third fee application, declaration and all exhibits in support of same.	Wallace Potter, Amy	4.40	2,376.00
<b>Total Fees</b>			<b>5.80</b>	<b>\$3,102.00</b>

**Timekeeper Summary**

<u>Timekeeper</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Wallace Potter, Amy	Associate	5.40	540.00	2,916.00
Branson, Christie L.	Associate	0.40	465.00	186.00
<b>Totals</b>		<b>5.80</b>		<b>3,102.00</b>

J. Koshland  
Page: 4

MobileAria, Inc.

August 3, 2007

Matter # 351165-001001  
Invoice # 2028135

---

**Disbursements:**

<u>Date</u>	<u>Description</u>	<u>Amount</u>
	Duplicating	0.75
03/29/07	Delivery Services -VENDOR: UNITED PARCEL SERVICE * FROM: Deborah A. Brown TO: Clerk to Honorable R//United States Bankruptcy Co//Southern District of New York//NEW YORK//NY	12.42

**Total Disbursements** **\$13.17**

**Total Current Charges** **\$ 3,115.17**



MobileAria, Inc.

Page 5

Client # 35116501

Invoice # 2028135

August 3, 2007

**Timekeeper Summary - All Matters**

<b><u>Timekeeper</u></b>	<b><u>Title</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Amy Wallace Potter	Associate	5.40	540.00	2,916.00
Christie L. Branson	Associate	0.40	465.00	186.00
	<b>Totals</b>	<b>5.80</b>		<b>3,102.00</b>

MobileAria, Inc.

Client # 35116501  
Joint ID # 14251-35116501  
Invoice # 2028135

J. Koshland

August 3, 2007

### REMITTANCE ADVICE

Current Fees	\$ 3,102.00
Current Disbursements	\$ 13.17
Current Fees and Disbursements	\$ 3,115.17
Total This Invoice	\$ 3,115.17

### Outstanding Invoice Summary

<u>Date</u>	<u>Invoice</u>	<u>Amount</u>	<u>Payments/Adjustments</u>	<u>Balance</u>
11/29/06	1915605	\$1,299.50	\$1,039.60	\$259.90
11/29/06	1915611	\$68,409.95	\$54,796.90	\$13,613.05
11/29/06	1915633	\$90,627.23	\$72,781.63	\$17,845.60
11/29/06	1915641	\$111,950.80	\$93,480.90	\$18,469.90
11/29/06	1915642	\$20,995.64	\$17,338.54	\$3,657.10
11/29/06	1915644	\$2,151.14	\$1,756.44	\$394.70
12/19/06	1929557	\$25,804.64	\$21,388.54	\$4,416.10
01/31/07	1944019	\$2,808.75	\$2,262.75	\$546.00
03/29/07	1970054	\$908.04	\$758.04	\$150.00

**INVOICE IS DUE AND PAYABLE UPON RECEIPT  
PLEASE RETURN THIS PAGE WITH YOUR REMITTANCE**

Please send remittance to: DLA Piper US LLP  
P.O. Box 64029  
Baltimore, Maryland 21264-4029

or wire remittance to: M&T Bank  
25 South Charles Street, 18th Floor  
Baltimore, MD 21201  
Account Name:  
DLA Piper US LLP Operating Account  
Account #: 074-8148-5  
ABA Transit #: 022000046  
Swift Code: MANTUS33INT

*To ensure proper credit, please indicate the  
invoice number you are paying on the wire*

Law Firm Tax Identification Number: 52-0616490 22

MobileAria, Inc.

Client # 35116501

J. Koshland

Joint ID # 14251-35116501

Invoice # 2028135

August 3, 2007

<u>Date</u>	<u>Invoice</u>	<u>Amount</u>	<u>Payments/Adjustments</u>	<u>Balance</u>
07/31/07	2027696	\$702.00	\$0.00	\$702.00
07/31/07	2027714	\$3,139.05	\$0.00	\$3,139.05

**Prior Outstanding Balance** **\$ 63,193.40**

**Total Account Balance** **\$ 66,308.57**

***INVOICE IS DUE AND PAYABLE UPON RECEIPT  
PLEASE RETURN THIS PAGE WITH YOUR REMITTANCE***

Please send remittance to:

DLA Piper US LLP  
P.O. Box 64029  
Baltimore, Maryland 21264-4029

or wire remittance to:

M&T Bank  
25 South Charles Street, 18th Floor  
Baltimore, MD 21201  
Account Name:  
DLA Piper US LLP Operating Account  
Account #: 074-8148-5  
ABA Transit #: 022000046  
Swift Code: MANTUS33INT  
52-0616490

*To ensure proper credit, please indicate the  
invoice number you are paying on the wire*

Law Firm Tax Identification Number:

23

**DLA Piper US LLP**  
2000 University Avenue  
East Palo Alto, CA 94303-2248  
T 650-833-2000  
F 650-833-2001  
W www.dlapiper.com

PRIVILEGED AND CONFIDENTIAL

Ronald E. Jobe  
Delphi Electronics and Safety  
One Corporation Center  
M/S: CT-12A  
P.O. Box 9005  
Kokomo IN 46904-9005

July 31, 2007

J. Koshland  
Client # 35116501  
Joint ID # 14251-35116501  
Invoice # 2027696

---

*For Professional Services Through May 31, 2007:*

*Client: MobileAria, Inc.*

Current Fees	\$	702.00
Current Disbursements	\$	<u>0.00</u>
Current Fees and Disbursements	\$	<u>702.00</u>
Prior Outstanding Balance	\$	62,507.52
Total Account Balance	\$	<u>63,209.52</u>

---

Please send remittance to: DLA Piper US LLP  
P.O. Box 64029  
Baltimore, Maryland 21264-4029

Or wire remittance to: M&T Bank  
25 South Charles Street, 18th Floor  
Baltimore, MD 21201  
Account Name:  
DLA Piper US LLP Operating Account  
Account #: 074-8148-5  
ABA Transit #: 022000046  
Swift Code: MANTUS33INT  
52-0616490

*To ensure proper credit, please indicate the  
invoice number you are paying on the wire*

Law Firm Tax Identification Number:

MobileAria, Inc.  
Invoice # 2027696

Page: 2  
July 31, 2007

<u>Matter #</u>	<u>Matter Name</u>	<u>Current Fees</u>	<u>Current Disb.</u>	<u>Total</u>
001001	Post Bankruptcy General Corporate	702.00	0.00	702.00
<b>Total Current Charges</b>		<b>\$702.00</b>	<b>\$0.00</b>	<b>\$702.00</b>

J. Koshland  
Page: 3

MobileAria, Inc.

July 31, 2007

Matter # 351165-001001

Invoice # 2027696

---

*Matter: Post Bankruptcy General Corporate  
(Electronic Billing)*

**Fees:**

<u>Date</u>	<u>Description</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>
05/10/07	Review fee committee's report and follow up with fee committee and debtor's counsel regarding same.	Wallace Potter, Amy	1.30	702.00
<b>Total Fees</b>			<b>1.30</b>	<b>\$702.00</b>

**Timekeeper Summary**

<u>Timekeeper</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Wallace Potter, Amy	Associate	1.30	540.00	702.00
<b>Totals</b>		<b>1.30</b>		<b>702.00</b>

**Total Current Charges** \$ 702.00

MobileAria, Inc.

Page 4

Client # 35116501

Invoice # 2027696

July 31, 2007

**Timekeeper Summary - All Matters**

<b><u>Timekeeper</u></b>	<b><u>Title</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Amy Wallace Potter	Associate	1.30	540.00	702.00
	<b>Totals</b>	<b>1.30</b>		<b>702.00</b>

MobileAria, Inc.

Client # 35116501  
Joint ID # 14251-35116501  
Invoice # 2027696

J. Koshland

July 31, 2007

### REMITTANCE ADVICE

Current Fees	\$ 702.00
Current Disbursements	\$ 0.00
Current Fees and Disbursements	\$ 702.00
Total This Invoice	\$ 702.00

### Outstanding Invoice Summary

<u>Date</u>	<u>Invoice</u>	<u>Amount</u>	<u>Payments/Adjustments</u>	<u>Balance</u>
11/29/06	1915605	\$1,299.50	\$1,039.60	\$259.90
11/29/06	1915611	\$68,409.95	\$54,796.90	\$13,613.05
11/29/06	1915633	\$90,627.23	\$72,781.63	\$17,845.60
11/29/06	1915641	\$111,950.80	\$93,480.90	\$18,469.90
11/29/06	1915642	\$20,995.64	\$17,338.54	\$3,657.10
11/29/06	1915644	\$2,151.14	\$1,756.44	\$394.70
12/19/06	1929557	\$25,804.64	\$21,388.54	\$4,416.10
01/31/07	1944019	\$2,808.75	\$2,262.75	\$546.00
03/29/07	1970054	\$908.04	\$758.04	\$150.00

**INVOICE IS DUE AND PAYABLE UPON RECEIPT**  
**PLEASE RETURN THIS PAGE WITH YOUR REMITTANCE**

Please send remittance to: DLA Piper US LLP  
P.O. Box 64029  
Baltimore, Maryland 21264-4029

or wire remittance to: M&T Bank  
25 South Charles Street, 18th Floor  
Baltimore, MD 21201  
Account Name:  
DLA Piper US LLP Operating Account  
Account #: 074-8148-5  
ABA Transit #: 022000046  
Swift Code: MANTUS33INT

*To ensure proper credit, please indicate the  
invoice number you are paying on the wire*

Law Firm Tax Identification Number: 52-0616490 28



MobileAria, Inc.

Client # 35116501

J. Koshland

Joint ID # 14251-35116501

Invoice # 2027696

July 31, 2007

**Prior Outstanding Balance** **\$ 62,507.52**

**Total Account Balance** **\$ 63,209.52**

***INVOICE IS DUE AND PAYABLE UPON RECEIPT  
PLEASE RETURN THIS PAGE WITH YOUR REMITTANCE***

Please send remittance to:

DLA Piper US LLP  
P.O. Box 64029  
Baltimore, Maryland 21264-4029

or wire remittance to:

M&T Bank  
25 South Charles Street, 18th Floor  
Baltimore, MD 21201  
Account Name:  
DLA Piper US LLP Operating Account  
Account #: 074-8148-5  
ABA Transit #: 022000046  
Swift Code: MANTUS33INT  
52-0616490

*To ensure proper credit, please indicate the  
invoice number you are paying on the wire*

Law Firm Tax Identification Number:

29

DLA PIPER US LLP  
550 South Hope Street, Suite 2300  
Los Angeles, CA 90071  
T: (213) 330-7850  
Karol K. Denniston (SBN 141667)  
Jennifer L. Nassiri (SBN 206936)

Corporate, Employment and Intellectual Property  
Counsel for Debtor MobileAria, Inc.

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----	X	
	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	X	

**CERTIFICATE OF SERVICE**

The undersigned herein certifies that copies of:

DLA PIPER US LLP, CORPORATE, EMPLOYMENT, AND INTELLECTUAL PROPERTY  
COUNSEL FOR DEBTOR MOBILEARIA, INC.'S FOURTH INTERIM APPLICATION FOR  
ALLOWANCE AND PAYMENT OF COMPENSATION AND REIMBURSEMENT OF  
EXPENSES FOR THE FIFTH INTERIM PERIOD FROM MARCH 1, 2007 THROUGH MAY  
31, 2007 UNDER 11 U.S.C. §§ 330 AND 331

were served on August 23, 2007 via U.S. mail upon the following:

Marlane Melican, Esq.  
Davis Polk & Wardell  
450 Lexington Avenue  
New York, NY 10017

Robert J. Rosenberg, Esq.  
Latham & Watkins, LLP  
885 Third Avenue  
New York, NY 10022-4802

Marissa Wesley, Esq.  
Simpson Tacher & Barlett, LLP  
425 Lexington Avenue  
New York, NY 10017

Alicia M. Leonhard, Esq.  
Office of the U.S. Trustee  
for the District of New York  
33 Whitehall Street, Suite 2100  
New York, NY 10004

John William Butler, Jr., Esq.  
Skadden Arps Slate Meagher & Flom  
333 West Wacker Drive  
Suite 2100  
Chicago, IL 60606

David Sherbin, Esq.  
Delphi Corporation  
5725 Delphi Drive  
Troy, MI 48098

Bonnie Steingart  
Fried, Frank, Harris, Shriver & Jacobson  
One New York Plaza  
New York, NY 10004

Valerie Venable  
Credit Manager  
GE Plastics America  
9930 Kinsey Avenue  
Huntersville, NC 28078

John J. Marquess  
Legal Cost Control, Inc.  
255 Kings Highway East  
Haddonfield, NJ 08033

Dated: Los Angeles, CA  
August 23, 2007

DLA PIPER US LLP

By: 

Karol K. Denniston (SBN 141667)  
Jennifer L. Nassiri (SBN 206936)  
550 South Hope Street, Suite 2300  
Los Angeles, CA 90071  
(213) 330-7850

Corporate, Employment and Intellectual  
Property Counsel for Debtor MobileAria, Inc.